

# 25. Corporate Governance

## 25-1 Basic Approach to Corporate Governance

Nissha, since its foundation, has been executing strategies that promptly address external challenges, under committed leadership. The Company believes that strengthening corporate governance along with such leadership will promote agile and decisive decision making, as well as ensuring management transparency and fairness.

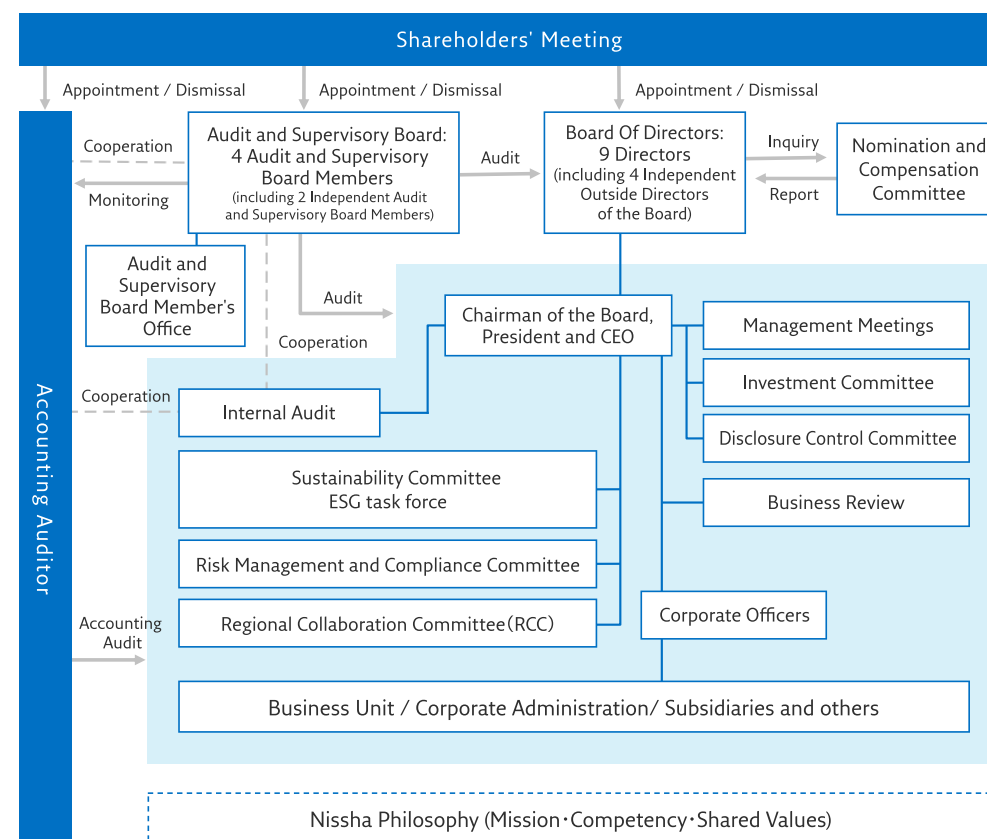
Based on this recognition, the Company places corporate governance as one of the key management issues, strives to maintain and improve it, and seek out sustainable corporate growth and an increase in corporate value over the medium- to long-term. In an effort to clarify the Nissha Group's basic approach to and policy for implementing corporate governance, we established a Corporate Governance Policy.

\* For further information, please follow the link below.

[About > Corporate Governance](#)  
[Corporate Governance Policy \(PDF\)](#)

## 25-2 Overview of Corporate Governance

We have established a corporate governance structure as shown in the figure below (as of January 1, 2023).



We make major business judgments and oversees the execution of the duties of the Directors of the Board at meetings of the Board of Directors, and as a company with an Audit and Supervisory Board, will strive to maintain and improve the oversight and checking functions by Audit and Supervisory Board Members and an Audit and Supervisory Board which are independent from the Board of Directors. We adopt a corporate officer system in an effort to clarify the powers and authority in the speedy decision making and the implementation of decisions, under which the Board of Directors will be in charge of the formulation of strategies and business oversight, and the Corporate Officers will be in charge of the execution of business.

The President chairs the following meetings toward appropriate and efficient business execution.

#### Management Meeting

Comprises Inside Directors of the Board as core members. Deliberates on matters relating to the direction of important managerial issues within the scope of the President’s authority.

#### Investment Committee

Ensures discipline in investment decisions by discussing the strategic rationale for investments and the appropriateness of investment recovery plans prior to submitting particularly important investment matters to the Board of Directors, and by monitoring investments after they are made.

#### Business Review

Monthly and quarterly meetings to review the progress of business strategies based on key performance indicators (KPI) and determines actions to take over the short term. The purpose of the MBR is to monitor business execution by Corporate Officers and quickly respond to changes in the business environment.

We also have in place the following organizations in order to en-

hance the management monitoring function, ensure that business execution complies with laws and regulations as well as our Articles of Incorporation, and to manage risks.

#### Sustainability Committee

Chaired by the president and CEO and vice-chaired by the Director of the Board, Executive Vice President, Director of ESG Promotion. Based on the Sustainability Vision, the Sustainability Committee is comprised of and works in collaboration with the ESG Task Force, business organizations, and departments related to the Group’s various themes of creating business opportunities, risk reduction, strengthening management foundations and corporate governance. The ESG task force tackles themes it considers particularly important from the aspects of the environment, society, and corporate governance, and plays a role in accelerating activities in each of these at Nissha.

#### Risk Management and Compliance Committee

This committee is chaired by the Director of the Board, Senior Executive Vice President, Legal Affairs, with the Senior Vice President, Chief Supply Chain Officer as deputy chair. The Risk Management and Compliance Committee comprehensively grasps risks that could hamper the Nissha Group’s business, assesses them, selects and revises key risks, monitors them, and avoids or mitigates these risks.

#### Disclosure Control Committee

Chaired by the President. Discusses the necessity of timely disclosure of corporate information and the contents of disclosure.

#### Internal Audit Office

Under the direct control of the President, audits the internal control systems of the Nissha Group, analyzes and evaluates their status of establishment and operation, and offers suggestions for improvement.

## 25-3 Directors of the Board and the Board of Directors

### Policy and Procedures for Appointment/Dismissal of Directors of the Board

The Board of Directors of Nissha is comprised of an appropriate number of Directors, up to twelve. The selection of Directors is done with respect to the diversity and balance of skills that the Board requires. In addition, Independent Outside Directors of the Board comprise at least one third of the Board, and these Independent Outside Directors are those who satisfy the “Standards for Independence of Independent Officers” set out by the Board of Directors.

In the event that a Director of the Board damages the trust or honor of the company, markedly diminishes our corporate value, or gives rise to grounds that he or she is unfit to perform his or her duties, the Board of Directors confirms the presence of a valid reason and makes the Director of the Board subject to a proposal for dismissal. To ensure clarity in management responsibilities for each fiscal year, the term of office of Directors of the Board is set at one year.

Having received reporting from the Nomination and Compensation Committee, based on the policy above, the Board of Directors makes decisions on proposals for the appointment/dismissal of a Director of the Board to be deliberated at the general meeting of shareholders.

\* For further information, please follow the link below.  
[About > Corporate Governance](#)  
[Standards for Independence of Independent Officers \(PDF\)](#)

## ■ Skills and Diversity Required of Directors of the Board

The Company considers the optimal and balanced distribution of experience, knowledge, and skills among the Board of Directors in those fields that are necessary based on our management strategy to be key for the Board to make important management decisions and exercise high levels of effectiveness in supervising the execution of the Company's business. In addition, those fields will change as the business environment changes.

Where we want to be by 2030 is currently presented in the form of our Sustainability Vision (long-term vision for 2030). In addition, we have established a medium-term strategy reflecting backwards the Sustainability Vision for 2030, and formulated strategies to take us there in the form of medium-term business plans of three years. For us to achieve them, we consider the experience, knowledge, and skills in the following fields of particular importance for the Company's Board of Directors.

Our views on the required fields and the skills matrix are as follows.

### Skills Matrix

|                   | Term                  | Generation | Gender | Independence<br>*Outside Directors | Careers at other companies<br>*Inside Directors | Areas of particular specialty |   |  |                  |   |  |         |               |                        |
|-------------------|-----------------------|------------|--------|------------------------------------|---|-------------------------------|---|--|------------------|---|--|---------|---------------|------------------------|
|                   |                       |            |        |                                    |   | Internationality              | Corporate management, Management strategy | Business development, Business strategies, M&A | Sales, Marketing | Production, Quality, Technology, Research and development | Experience and knowledge in priority markets | Finance | HR strategies | Legal, Risk management |
| Junya Suzuki      | 23 years and 9 months | 50s        | Male   | —                                  | ○   | ○                             | ○   | ○  | ○                |   | ○  | ○       |               |                        |
| Daisuke Inoue     | 5 years               | 50s        | Male   | —                                  | ○   | ○                             | ○   | ○  |                  |   | ○  | ○       | ○             | ○                      |
| Wataru Watanabe   | 5 years               | 50s        | Male   | —                                  |   | ○                             | ○   | ○  | ○                |   | ○  | ○       |               |                        |
| Yutaka Nishimoto  | 2 years               | 50s        | Male   | —                                  |   | ○                             | ○   |  |                  | ○   |  |         |               |                        |
| Hisashi Iso       | 2 years               | 50s        | Male   | —                                  |   | ○                             |   | ○  | ○                |   | ○  |         |               |                        |
| Kazuhito Osugi    | 6 years and 9 months  | 60s        | Male   | ○                                  | —   | ○                             |   |  |                  |   |  | ○       |               | ○                      |
| Asli M. Colpan    | 4 years               | 40s        | Female | ○                                  | —   | ○                             | ○   | ○  |                  |   |  |         |               |                        |
| Kazumichi Matsuki | 4 years               | 70s        | Male   | ○                                  | —   | ○                             | ○   | ○  |                  |   |  |         |               | ○                      |
| Juichi Takeuchi   | 1 year                | 60s        | Male   | ○                                  | —   | ○                             | ○   | ○  | ○                |   | ○  |         |               |                        |

\*Term and generation are at the conclusion of the general meeting of shareholders in March 2023.

\*The above fields are those where Directors can particularly exercise their specializations based on the experiences, etc. of each member of the Board. It does not show all the experiences, knowledge, or skills possessed by each Director.

## Our views on the required fields

|   |   |
|---|---|
| Internationalism  | We are a company with a global reach, and our Directors of the Board must have experience of management and business overseas, an awareness of the global business environment, and expertise in them.  |
| Corporate management, Management strategy / Business development, Business strategies, M&A / Sales, Marketing / Production, Quality, Technology, Research and development | To effectively debate growth strategies at the Board of Directors meetings, it is necessary to have practical experience and knowledge of the fields to the left.   |
| Experience and knowledge in priority markets  | To effectively debate growth strategies at the Board of Directors meetings, it is necessary to have practical experience and knowledge of priority markets (Medical Devices, Mobility, Sustainable Materials, IT Devices) stipulated in the 7th Medium-term Business Plan.                                  |
| Finance / HR strategies / Legal, Risk management  | The Board of Directors must have members with practical experience and knowledge in each of the fields to the left that form the basis for all judgments, in order to make important management decisions and exercise high levels of effectiveness in supervising the execution of the Company's business. |

As of March 23, 2023, four of the Company's nine Directors of the Board are Independent Outside Directors and one is a female foreign national. In addition, all four Independent Outside Directors of the Board have been designated as independent directors, based on the judgment that they meet the criteria for independence stipulated by the stock exchange and that there are no conflict of interest risks between them and general shareholders.

### ■ Role of the Board of Directors

Our Board of Directors convenes for regular meetings once a month and for extraordinary meetings as needed. The meetings are chaired by the President.

In order to ensure flexibility and expertise in business judgments, we have in place a system in which matters to be resolved at the general meeting of shareholders, such as distribution of surpluses and acquisition of treasury stock, can be decided by the Board of Directors.

The Board of Directors makes decisions on matters that require resolution by the Board as stipulated by laws and regulations and our Articles of Incorporation as well as on important managerial matters as stipulated by the Regulations of the Board of Directors, and oversees business execution by Directors of the Board and Corporate Officers.

We confirm an investigation into the existence of any transactions between the Company and related parties such as the Directors of the Board and Audit & Supervisory Board Members, Corporate Officers, and their relatives, and if any material facts exist, they will be resolved by the Board of Directors, which will make a decision after duly deliberating the reasonableness of the transaction. In addition, we must obtain the approval of the

Board of Directors when engaging in conflict of interest transactions as prescribed by laws and regulations with the Directors of the Board.

### ■ Initiatives to Enhance the Content of Discussions

Our Board of Directors meetings involve brisk, substantive discussions. Independent Outside Directors of the Board draw on deep insight into their respective fields of specialty to provide accurate advice and opinions, contributing to the enhancement of both management transparency and the Board's oversight functions.

Toward improving the quality of discussions, we distribute a meeting agenda and related materials in advance, and explain particularly important matters to Independent Outside Directors of the Board and Independent Audit and Supervisory Board Members beforehand. In addition, in order to ensure full discussion, key agenda items such as the medium-term business plan and corporate acquisitions above a certain size are discussed as reporting items before being put on the agenda for resolution. On the other hand, it aims to operate at a suitably balanced pace by allocating time for explanation and deliberation based on the importance of each agenda item.

Also, in order to further improve the monitoring function of the Board of Directors, the status of corporate acquisitions above a certain size and the establishment of subsidiaries and joint ventures are regularly reported to and confirmed by the Board of Directors.

To secure attendance by Directors of the Board and Audit and Supervisory Board Members, the secretariat of the Board of Directors creates an annual schedule of board meetings and notifies members in advance.

### ■ Evaluation of Effectiveness of the Board of Directors

Since April 2016, our Board of Directors has been working on continuous improvements to enhance the effectiveness of corporate governance by conducting an annual analysis and evaluation of the composition and operation of the Board of Directors in the previous year.

For the Board of Directors meetings held in the fiscal year ended December 2022, we conducted a questionnaire on the evaluation of the effectiveness of the Board of Directors and third-party interviews in December 2022, and the Board of Directors analyzed and evaluated the results at its meeting in February 2023. An outline of the results was disclosed in the Corporate Governance Report submitted to the Tokyo Stock Exchange at the end of March 2023.

## Reasons for Appointment and Board of Directors Meeting Attendances in FY ended December 2022

| Name             | Reason for appointment  | Attendance at meetings of the Board of Directors |
|------------------|---|--|
| Junya Suzuki     | Mr. Junya Suzuki has duly performed his duties as Chairman of the Board, President and CEO, such as decision-making on important managerial issues and the supervision of the execution of operations. He has also committed to management from medium- to long-term perspectives and has shown strong leadership and decisiveness toward the realization of the Nissha Group's Mission since he assumed office as Chairman of the Board, President and CEO in 2007. We appointed him as a Director of the Board because we believe that he is an appropriate talented person who will continue to carry out sound growth strategies for the Company and supervise the execution of operations.   | 100%<br>(17/17 meetings)                         |
| Daisuke Inoue    | Mr. Daisuke Inoue has duly performed his duties as a Director of the Board, such as decision-making on important managerial issues and the supervision of the execution of operations. In addition, he assumes responsibility for business management as Senior Executive Vice President and General Manager of Devices Business Unit, working to establish and implement marketing-based strategies for winning new orders while showing strong leadership from the perspective of the Nissha Group as a whole as an executive responsible for General Affairs and Legal Affairs. We appointed him as a Director of the Board because we believe that he is an appropriate talented person who will continue to carry out sound growth strategies for the Company and supervise the execution of operations.   | 100%<br>(17/17 meetings)                         |
| Wataru Watanabe  | Mr. Wataru Watanabe has duly performed his duties as a Director of the Board, such as decision-making on important managerial issues and the supervision of the execution of operations. As well as promoting medium-term business plans and verifying their effectiveness as Executive Vice President, Chief Strategy Officer, Director of Corporate Strategy Planning and Director of ESG Promotion, he shows strong leadership in accelerating the reorganization of the business portfolio of the Company and expanding business performance by creating new businesses as Senior Director of New Business Development Office. We appointed him as a Director of the Board because we believe that he is an appropriate talented person who will continue to carry out sound growth strategies for the Company and supervise the execution of operations. | 100%<br>(17/17 meetings)                         |
| Yutaka Nishimoto | Mr. Yutaka Nishimoto has duly performed his duties as a Director of the Board, such as decision-making on important managerial issues and the supervision of the execution of operations. He assumes responsibility as Executive Vice President, Chief Quality and Production Officer and is showing strong leadership in the establishment of a comprehensive quality assurance system and in the design and implementation of the optimum deployment of production capacity in accordance with our business strategy from the perspective of the Nissha Group as a whole. We appointed him as a Director of the Board because we believe that he is an appropriate talented person who will continue to carry out sound growth strategies for the Company and supervise the execution of operations.  | 100%<br>(17/17 meetings)                         |
| Hisashi Iso      | Mr. Hisashi Iso has duly performed his duties as a Director of the Board, such as decision-making on important managerial issues and the supervision of the execution of operations. He assumes responsibility for business management in the global consolidation of the Industrial Materials Business Unit as Executive Vice President and General Manager of Industrial Materials Business Unit and is showing strong leadership in establishing and implementing marketing-based strategies for winning new orders. We appointed him as a Director of the Board because we believe that he is an appropriate talented person who will continue to carry out sound growth strategies for the Company and supervise the execution of operations.  | 100%<br>(17/17 meetings)                         |

| Name              | Reason for appointment  | Attendance at meetings of the Board of Directors   |
|-------------------|---|--|
| Kazuhiro Osugi    | Mr. Kazuhito Osugi has given valuable advice and opinions across the whole range of the Company's management, making the most of the deep insight in the field of finance he has cultivated in the Bank of Japan over the years and broad experience fostered by participating in corporate management as an Independent Outside Director of the Board for the Company or other companies. Mr. Kazuhito Osugi has duly performed his duties, such as the supervision of the execution of operations. We appointed him as an Independent Outside Director of the Board because we expect that he will continue to give his valuable counsel and strive to enhance management supervisory functions from an independent point of view across the whole range of the Company's management.   | 100%<br>(17/17 meetings)   |
| Asli M. Colpan    | Ms. Asli M. Colpan has given valuable advice and opinions across the whole range of the Company's management, making the most of her global perspective and excellent expertise practiced in her research on management strategies and corporate governance and broad experience and insight cultivated by participating in corporate management as an Independent Outside Director of the Board for the Company, an outside director for another company and an independent auditor for another company. Ms. Asli M. Colpan has duly performed her duties, such as the supervision of the execution of operations. We appointed her as an Independent Outside Director of the Board because we expect that she will continue to give her valuable counsel and strive to enhance management supervisory functions from an independent point of view across the whole range of the Company's management. | 100%<br>(17/17 meetings)   |
| Kazumichi Matsuki | Mr. Kazumichi Matsuki has given valuable advice and opinions across the whole range of the Company's management, making the most of his experience in proactive and broad business development and deep insight concerning its governance as he assumed important posts regarding legal affairs and compliance at a company globally developing business while participating in corporate management at manufacturers. Mr. Kazumichi Matsuki has duly performed his duties, such as the supervision of the execution of operations. We appointed him as an Independent Outside Director of the Board because we expect that he will continue to give his valuable counsel and strive to enhance management supervisory functions from an independent point of view across the whole range of the Company's management.  | 100%<br>(17/17 meetings)   |
| Juichi Takeuchi   | Mr. Juichi Takeuchi has given valuable advice and opinions across the whole range of the Company's management, making the most of his broad experience and extensive knowledge in the medical devices market, a priority market of the Company, as he has been engaged in management strategies, alliances, sales and marketing in a medical devices company, where he led its global strategies and assumed responsibility for its overseas subsidiaries over the years. Mr. Juichi Takeuchi has duly performed his duties, such as the supervision of the execution of operations. We appointed him as an Independent Outside Director of the Board because we expect that he will give his valuable counsel and strive to enhance management supervisory functions from an independent point of view across the whole range of the Company's management.   | 100%<br>(13/13 meetings)<br>*After he assumed office as Director of the Board of the Company |

## Major Items Discussed in the Board of Directors meeting in FY ended December 2022

| Theme                              | Agenda  |
|------------------------------------|---|
| Management strategy                | <ul style="list-style-type: none"> <li>Interim review of the 7th Medium-term Business Plan and formulation of a rolling plan for 2023</li> </ul>  |
| Corporate measures                 | <ul style="list-style-type: none"> <li>Personnel matters concerning Directors of the Board and Audit and Supervisory Board Members/Corporate Officers</li> <li>Compensation of Directors of the Board</li> <li>Consideration of shareholder return measures</li> <li>Financing (including issuing bonds, borrowing, etc.)</li> <li>Verification of the reasonableness of cross-shareholdings</li> <li>Activity reports of Sustainability Committee, ESG Task Force</li> </ul> |
| Investment projects and monitoring | <ul style="list-style-type: none"> <li>Preliminary deliberations on M&amp;As</li> <li>PMI of major overseas subsidiaries, management briefings by CEO</li> </ul>  |
| Others                             | <ul style="list-style-type: none"> <li>General meeting of shareholders</li> <li>Evaluation of the effectiveness of the Board of Directors</li> <li>IR and SR reporting</li> <li>Presentations by corporate officers (business reports)</li> </ul>   |

## 25-4 Nomination and Compensation Committee

### Purpose

We establish a Nomination and Compensation Committee as an advisory panel for the Board of Directors in order to ensure the objectiveness and fairness of the appointment/dismissal of Directors of the Board and the appointment of Audit & Supervisory Board Members, and incorporate the knowledge of Independent Outside Directors of the Board, as well as the compensation of the Directors of the Board. The chair and the majority of the members are selected from Independent Outside Directors of the Board.

### Role

With consultation from the Board of Directors, the Nomination and Compensation Committee deliberates on and provides a response regarding the following matters.

- (1) The appointment/dismissal standards for Directors of the Board and the appointment standards for Audit & Supervisory Board Members
- (2) Proposals for candidates for Directors of the Board and Audit and Supervisory Board Members, and proposals for dismissal of Directors of the Board
- (3) Proposals for the appointment/dismissal of the Chairman of the Board, titled directors, and the CEO
- (4) Matters related to the succession plan for the President
- (5) Policy on compensation of Directors of the Board
- (6) Compensation of Directors of the Board

### Membership (as of March 23, 2023)

- (1) Four independent members:
  - Kazuhito Osugi (Independent Outside Director of the Board and Committee Chair)
  - Asli M. Colpan (Independent Outside Director of the Board)
  - Kazumichi Matsuki (Independent Outside Director of the Board)
  - Juichi Takeuchi (Independent Outside Director of the Board)
- (2) Two inside members:
  - Junya Suzuki (Chairman of the Board, President and CEO)
  - Wataru Watanabe (Director of the Board and Executive Vice President)

### Nomination and Compensation Committee meetings held and attendance in FY ended December 2022

During the fiscal year ended December 2022, there were five meetings of the Committee, and the attendance status of each member is described below.

| Name              | Attendance |             |
|-------------------|------------|-------------|
| Kazuhito Osugi    | 100%       | 5/5meetings |
| Asli M. Colpan    | 80%        | 4/5meetings |
| Kazumichi Matsuki | 100%       | 5/5meetings |

| Name            | Attendance |             |
|-----------------|------------|-------------|
| Juichi Takeuchi | 100%       | 5/5meetings |
| Junya Suzuki    | 100%       | 5/5meetings |
| Wataru Watanabe | 100%       | 5/5meetings |

### ■ Major Items Discussed by the Nomination and Compensation Committee in FY ended December 2022

- The desirable relationship between in-house Directors and Independent Outside Directors
- Composition and candidates for Directors of the Board and Audit and Supervisory Board Members
- Compensation of Directors of the Board (confirmation of the level of compensation, etc. of the Company's Directors of the Board using the results of an external questionnaire, amount of compensation)

## 25-5 Audit and Supervisory Board Members and the Audit and Supervisory Board

### ■ Policy and Procedure for Electing Auditors

Our Audit and Supervisory Board comprises an appropriate number of four or fewer members.

Inside Audit and Supervisory Board Members are elected for the wealth of experience required in auditing. Independent Audit and Supervisory Board Members are elected from attorneys and certified public accountants with a focus on specialized knowledge in legal affairs, financial matters, and accounting, who satisfy the requirements of not only the Companies Act but also the standards for independence of independent officers, established by our Board of Directors.

Having received reporting from the Nomination and Compensation Committee, and with prior approval of the Audit and Supervisory Board, based on the policy above, the Board of Directors makes decisions on proposals for the appointment of Audit and Supervisory Board Members to be deliberated at the general meeting of shareholders.

At present, our Board consists of four members, of which two are Full-time Audit and Supervisory Board Members and two are Independent Audit and Supervisory Board Members. All two Independent Audit and Supervisory Board Members have been designated as independent officers, as they meet the standards of independence established by the stock exchange and are judged not to have a conflict of interest with general shareholders.

### ■ Role of Audit and Supervisory Board Members and the Audit and Supervisory Board

Our Audit and Supervisory Board Members and Audit and Supervisory Board audit the execution of duties by Directors, Members of the Board and Corporate Officers as stipulated by laws and regulations, our Articles of Incorporation, and internal regulations, and make appropriate decisions from an independent, objective standpoint on electing and dismissing accounting auditors and exercising their authority relating to audit fees, etc. Independent Audit and Supervisory Board Members draw on their highly specialized knowledge as attorneys and certified public accountants to contribute to the maintenance and improvement of our corporate governance structure.

Our Audit and Supervisory Board determines the duties of Audit and Supervisory Board Members, the audit structure, and the audit standards that describe the evaluation basis for audits and the action guidelines. In accordance with these, the Board develops auditing policies and Nissha Group's Corporate Governance auditing plans.

In compliance with the above, Audit and Supervisory Board Members attend Board of Directors' meetings and other important meetings, review approval documents and other important documents, perform visiting audits at major offices and affiliated companies, and regularly exchange views with the President and CEO, Directors of the Board, and General Managers. In order to increase the effectiveness of audits, Audit and Supervisory Board Members hold regular meetings and coordinate closely with the Accounting Auditor, Internal Audit, and corporate divisions such as Corporate Finance and Corporate Legal Affairs.

Full-time Audit and Supervisory Board Members regularly hold the Group board of auditors' meetings with the Audit and Supervisory Board Members of the Nissha Group companies in Japan, at which they share information and exchange opinions, as well as work to strengthen and enhance auditing in the Group companies, such as by jointly conducting visiting audits.

## Reasons for Appointment and Board of Directors/Audit and Supervisory Board Meeting Attendances in FY ended December 2022

| Name              | Reason for appointment   | Attendance at meetings of the Board of Directors   | Attendance at meetings of the Audit and Supervisory Board  |
|-------------------|--|--|--|
| Tetsuya Taniguchi | Mr. Tetsuya Taniguchi engaged in operations of corporate communications, investor relations and corporate social responsibility, after having been in charge of operations in the general affairs, and strived for transparency and clarity in disclose for shareholders and investors. Also, he has extensive knowledge of the Nissha Group's business as a whole. In light of such broad experience and deep insight, we appointed him as an Audit and Supervisory Board Member since we believe that he is an appropriate talented person who will audit business execution of the Company.   | 100%<br>(17/17 meetings)   | 100%<br>(13/13 meetings)   |
| Kenji Imai        | Mr. Kenji Imai is well-versed in the Group's businesses and has broad experience and deep insight cultivated through his long career of engaging in sales and business strategies in the Industrial Materials and Devices businesses of the Company by leading the formulation and implementation of performance and investment plans. In light of such experience and insight, we appointed him as an Audit and Supervisory Board Member since we judge that he can appropriately execute his duties as an Audit and Supervisory Board Member.  | 100%<br>(13/13 meetings)<br>*After he assumed office as Audit and Supervisory Board of the Company | 100%<br>(10/10 meetings)<br>*After he assumed office as Audit and Supervisory Board of the Company |
| Shigeaki Momo-o   | Mr. Shigeaki Momo-o is not only well acquainted with corporate legal affairs as a lawyer but also has broad experience in global business and acquisition of overseas corporations as a pioneering international attorney in Japan as well as deep insight in the medical devices market, one of the focus markets of the Company. He has been auditing the Company from his professional perspective. He has also participated in corporate management as an Independent Audit and Supervisory Board Member of the Company and of other companies. We appointed him as an Audit and Supervisory Board Member since we believe that he will continue to reflect his experience and deep insight in the audit of the Company from an independent point of view. | 100%<br>(17/17 meetings)   | 100%<br>(13/13 meetings)   |

|               |   |                          |                          |
|---------------|---|--------------------------|--------------------------|
| Yusuke Nakano | Mr. Yusuke Nakano has deep knowledge of finance, accounting and management administration as a certified public accountant and profound wisdom in governing corporate management, and has been auditing the Company from his professional perspective. He also participates in corporate management as an independent outside director of the board of another company, an Independent Audit and Supervisory Board Member of the Company and an independent audit and supervisory board member of other companies. We appointed him as an Audit and Supervisory Board Member since we believe that he will continue to reflect his experience and deep insight in the audit of the Company from an independent point of view. | 100%<br>(17/17 meetings) | 100%<br>(13/13 meetings) |
|---------------|---|--------------------------|--------------------------|

## 25-6 Compensation of Directors of the Board and Audit and Supervisory Board Members

### Basic Policy on Compensation of Directors of the Board and Audit and Supervisory Board Members

We establish a compensation system for Directors of the Board and Audit and Supervisory Board Members based on the individual's role in business execution and management oversight, and so that the role may be fulfilled appropriately, toward linking the compensation with the sustainable growth of the Nissha Group and the enhancement of our corporate value over the medium to long term. In particular, our policy on compensation of Directors of the Board who are responsible for business execution, is to ensure that the system promotes value sharing with our shareholders and contributes to the improvement of our financial results and corporate value.

■ Policy for determining the details of individual compensation for Directors of the Board (hereinafter, the “determination policy”)

Method of determining the determination policy

The Company resolved the determination policy at the meeting of the Board of Directors held on February 19, 2021. The Company consulted the Nomination and Compensation Committee in advance regarding the details of the resolution made at the meeting of the Board of Directors and received its report.

Outline of the details of the determination policy

The Company’s compensation plan for Directors of the Board was designed to lead to the sustainable growth of the Nissha Group and the improvement of corporate value over the medium to long term and to ensure that their respective duties are duly performed.

The basic policy on compensation for Directors of the Board who are responsible for business execution is to promote the sharing of value with shareholders and contribute to the improvement of corporate performance and corporate value. The compensation consists of a base salary (monetary compensation), which is fixed compensation, bonus (monetary compensation), which is short-term performance-linked compensation, and stock compensation, etc., which is medium- to long-term performance-linked compensation. The base salary (monetary compensation) is fixed monthly compensation and determined based on the importance of duties each Director of the Board is responsible for and their positions. The bonus (monetary compensation), which is short-term performance-linked compensation, is based on periodic profit or loss, such as consolidated net sales and consolidated operating profit, as indicators to function as an incentive to achieve performance targets for each fiscal year and to encourage appropriate management. The Company determines the amount of the bonus by evaluating the level of achievement of the performance targets and pays it at a fixed time each year. Stock compensation, etc., which is medium- to long-term performance-linked compensation (non-monetary compensation, etc.), was designed to function as an incentive to promote a sense of contribution to the sustainable growth of the Nissha Group and the improvement of corporate value over the medium to long term. Specifically, a Board Benefit Trust (BBT) is used. Under this system, the Company awards points to Directors of the Board, etc. according to their titles and the attainment levels of consolidated performance targets as well as medium-term performance targets for each fiscal year during a three-year period covered by the medi-

um-term business plan. On a fixed date in every final fiscal year of the medium-term business plan, the Company grants or pays shares in the Company and cash equivalents of such shares at their market value (hereinafter together, “Company Shares”) through the trust according to the number of points awarded. As for indicators for awarding points, consolidated net sales and operating profit are used for the consolidated performance targets for each fiscal year, while the level of achievement of ROE, one of our key business management indicators set forth in a medium-term business plan, is used for the medium-term performance target.

The ratios of compensation by type are determined based on the compensation level of companies of a similar scale to the Company and those in related industries and general trends.

Compensation for Independent Outside Directors of the Board does not include performance-linked compensation as they supervise management from a standpoint independent from business execution. It consists solely of a basic salary, which is fixed compensation, and is determined by considering the career and responsibilities of the relevant Independent Outside Director of the Board.

The Company has established a Nomination and Compensation Committee as an advisory panel for the Board of Directors of the Company. The Nomination and Compensation Committee is chaired by an Independent Outside Director of the Board and the majority of its members are Independent Outside Directors of the Board. The Chairman of the Board, President and CEO prepares proposed compensation amounts for Directors of the Board in accordance with predetermined calculation methods within the range of compensation limits determined at general meetings of shareholders. Upon consultation by the Board of Directors, the Nomination and Compensation Committee deliberates the details of the proposed compensation amounts and submits a report to the Board of Directors. The Board of Directors then determines the compensation amounts based on the report.

Reasons for the Board of Directors’ determination that the details of compensation for Directors of the Board for the fiscal year ended December 2022 are in line with the determination policy

The Nomination and Compensation Committee deliberated on the individual compensation for Directors of the Board for the fiscal year ended December 2022 from various viewpoints and confirmed that the details of compensation for Directors of the Board and the determination process are in line with the determination policy. With respect for the report from the Nomination and Compensation Committee, the Board of Directors determined that the details of compensation are in line with the determination policy.

■ Matters regarding compensation for Audit and Supervisory Board Members

Compensation for Audit and Supervisory Board Members is determined through discussions among Audit and Supervisory Board Members within the range of compensation limit determined at a general meeting of shareholders. It consists solely of a fixed basic salary as Audit and Supervisory Board Members are responsible for auditing the entire Nissha Group from an independent standpoint.

■ Results of FY ended December 2022

| Title  | Total compensation<br>(Million yen) | Compensation by category (Million yen) |                                  |         | Number of members |
|--|-------------------------------------|--|----------------------------------|---------|-------------------|
|  |                                     | Fixed compensation                     | Performance-related compensation |         |                   |
|  |                                     |  | Base salary                      | Bonuses |                   |
| Directors of the Board<br>(Excluding Independent Outside Directors of the Board)                   | 318                                 | 171                                    | 89                               | 57      | 5                 |
| Audit and Supervisory Board Members<br>(Excluding Independent Audit and Supervisory Board Members) | 32                                  | 32                                     | —                                | —       | 3                 |
| Independent Outside Directors and Independent Audit and Supervisory Board Members                  | 54                                  | 54                                     | —                                | —       | 7                 |

\*1. The above figures include compensation for one Director of the Board and one Audit and Supervisory Board Member, who retired at the close of the Ordinary General Meeting of Shareholders for the 103rd Business Term, held on March 23, 2022.

\*2. The performance-linked stock compensation, etc. is stated at the amount of provision for management board benefit trust recorded for the current fiscal year. The Company Shares will be actually granted on a fixed date after the end of the period covered by the 7th Medium-term Business Plan (from January 1, 2021 through December 31, 2023).

25-7 Corporate Officers

To respond flexibly to changes in the business environment, Nissha considers it important that the experiences, knowledge, abilities, ages, and so on of Corporate Officers be both the best and distributed without bias. The term of Corporate Officers is one year.

■ Diversity of Corporate Officers (as of June 1, 2023)

At present, we have 15 Corporate Officers, of which two are foreign nationals.

Corporate Officers include persons with experience of working overseas or at other companies, as well as those with expertise such as those with master's or doctoral degrees.

# 26. Initiatives of Internal Audit Office

## 26-1 Systems

In order to maintain independence and objectivity, the Internal Audit Office is independent of operating departments and is under the direct control of the Chairman of the Board.

Our Internal Audit Regulations outline fundamental matters concerning internal audits. They set forth a system for drafting or revising our medium-term business plans, as well as our medium-term audit plans and fiscal year audit plans that adjust to changes in law and the social and economic environment, and then acquiring the approval of the Chairman of the Board, President and CEO. The audits are implemented for all Nissha Group business operations in a method that covers all major sites over the three years medium-term business plan, and conducted in accordance with the annual plan.

After the audit, advice and recommendations are given to the departments subject to the audit, and after a certain period of time, follow-up audits are conducted to check the status of improvements in the areas identified. Audit results are reported and advice given at monthly meetings with the Chairman of the Board, President and CEO.

Additionally, the Internal Audit Office hold one meeting per quarter with the Full-time Audit and Supervisory Board members in which they report on their activity status, exchange opinions, and ensure mutual collaboration with the Audit and Supervisory Board. Moreover, once per quarter, the three entities of the in-house Directors, Full-time Audit and Supervisory Board members, and Internal Audit hold a meeting (Triangle QBR). Therein, the Internal Audit reports on information and issue awareness it gained during the processes of auditing. This content is reported, together with the annual audit plan, once per half-year at the Board of Directors meeting. It contributes to the strengthening of Nissha's audit and supervisory functionality.

## 26-2 Audit Content

Audits by Internal Audit Office are broadly classified into "internal control audits" and "theme audits" based on the Financial Instruments and Exchange Act. Internal control audits are conducted jointly with accounting auditors by selecting the scope of evaluation from the perspectives of company-wide controls, financial reporting, business processes, and IT controls. This auditing is aimed at guaranteeing the reliability of financial reporting as a result of assessing the effectiveness and efficiency of the Nissha Group's business activities. The Internal Audit Office also audits to ensure that the business activities of the Nisha Group are in compliance with laws and regulations and that the assessments concerning important risks selected by the Risk Management and Compliance Committee are being properly and effectively conducted in accordance with risk management and compliance regulations, including business ethics matters such as the prohibition of corruption. Theme audits, on the other hand, use a risk-based approach to select themes at the beginning of each fiscal year to audit risks that cannot be covered by internal control audits.

## 26-3 Initiatives for FY2022

In the fiscal year ended December 2022, in addition to an internal control audit, a theme audit was carried out on the status of expense execution through the purchasing system. An audit was also carried out related to the overall business management of domestic and overseas affiliated companies selected through risk analysis. Moving forward, we plan to strengthen monitoring of the maintenance status of the global control environment.

# 27. Internal Control System

Nissha has established an Internal Control Policy by a decision of the Board of Directors to provide a system to ensure the appropriateness of work as stipulated by the Companies Act. Nissha is working to improve our corporate value by constructing and operating an Internal Control System to guarantee that the work in each of the company's organizations is being done legally, appropriately, and efficiently. To ensure reliability of financial reporting, we submit the assessment results of our internal control system in the form of internal control reports to the Prime Minister of Japan and disclose the contents to our shareholders and investors.

# 28. Risk Management and Compliance

Through our Risk Management and Compliance Committee, and based on our Risk Management Policy, the Nissha Group conducts centralized management over risks that hinder business operations. Once a year, based on the business models for each company and the business organizations, we prioritize and appropriately control risks that could hinder the continuity of business activities for all companies, in cooperation with the departments and subcommittees that have primary responsibility for risk.

## 28-1 Policy

### Risk Management Policy

Nissha Group strives to accurately identify the risks we face, avoid unexpected loss, and appropriately control risks, thereby ensuring business continuity and enhancing our corporate value toward realizing the enrichment of people's lives by creating technology and developing it into economic and social value.

1. We build and maintain a structure for responding to the various risks present in our business environment.
2. We promote risk management at the managerial level toward conducting organization-wide activities and preserving management resources.
3. In the event of an emergency, we work to minimize damage, resume business activities as quickly as possible, and prevent recurrence.
4. We conduct in-house training to enhance awareness of and the ability to respond to risks, and ensure that each employee takes responsible, swift, and appropriate action.
5. We periodically review our risk management structure, including this policy, and make improvements on a continuous basis to ensure effective risk management at all times.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd

Established on July 1, 2015 / Revised on January 1, 2022

## 28-2 Guidelines

The Group has sets “Act with Integrity” (we shall act with sincerity and remain a trusted company) as one of the Shared Values that are principle of employee behavior. And we declared that each officer and employee should act in good faith and continue to be a trusted company. We established the Corporate Ethics and Compliance Guidelines, which sets out the basic ideas concerning corporate ethics and compliance that each officer and employee is expected to follow.

In addition, the Nissha Group has prepared the Corporate Ethics and Code of Conduct Manuals as a way to more clearly embody the Corporate Ethics and Compliance Guidelines and make it more understandable to our employees. Along with distributing this to all employees, it has also been posted on the Nissha intranet. This Manual was prepared in Japanese, English, Chinese, and Vietnamese, and having the entire company study it at the same time is designed to ensure awareness, along with the Corporate Ethics and Compliance Guidelines.

### Corporate Ethics and Compliance Guidelines

Nissha Group acts according to the “Principles” in order to realize the enrichment of people’s lives by always creating technology and developing it into economic and social value.

#### Principles

1. We value and hold on to high ethical standards, integrity in our actions, and act with good common sense through our responsible behavior.
2. We pursue the Co-existence with the Stakeholders including our customers, shareholders, suppliers, local communities and our employees.
3. We will comply with all laws and regulations, internal corporate regulations, and socially accepted rules and norms, also act according to “Corporate Ethics and Code of Conduct”.
4. If we witness any actions contrary to the “Corporate Ethics and Code of Conduct” or are suspicious of certain behaviors or decisions, we should immediately report to and consult with our supervisors.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd

Established on April 1, 2012 / Revised on January 1, 2022

## 28-3 Structure

Nissha has established a Risk Management and Compliance Committee chaired by Director of the Board, Senior Executive Vice President (in charge of legal affairs) and composed of all in-house Directors of the Board, with the Senior Vice President (Chief Supply Chain Officer, CSCO) as vice chair. The Risk Management and Compliance Committee holds a general meeting once a year and progress confirmation meetings every quarter, and reports to the Board of Directors each year on the status of activities. The Board of Directors oversees the activities of the Risk Management and Compliance Committee, discusses reports from the Committee, and gives improvement instructions as necessary.

The Risk Management and Compliance Committee centrally manages the cross-company risks, business risks, and financial risks of the Nissha Group on a global basis. Of these, for the cross-company risks, the Committee selects key risks in line with the results of the risk assessment at the annual general meeting. The selected key risks are set as key performance indicators for the core departments or subcommittees, and minimized through their activities. In addition, the status of these activities is reported in the progress meetings, and the Committee confirms whether the set KPIs are progressing as planned, and rotates the PDCA cycle (the Sustainability Committee manages the progress of materiality risk items).

The Monthly Business Review (MBR) for each business organization and the corporate finance department, and the Investment Committee manage business risks and financial risks. Progress is reported at the annual general meeting, and the Committee checks the contents.

In addition, if a serious risk incident arises (including a serious report to the hotline), the Risk Management and Compliance Committee convenes on an emergency basis.



## 28-4 Risk Assessments

The Risk Management and Compliance Committee carries out risk assessments on the 16 items to the right under its purview. The departments or subcommittees that manage the key risks selected through this risk assessment set Key Performance Indicators and action items, and work to mitigate these risks through their activities.

We aim to conduct risk reduction that is even more in line with business activities. Starting in the fiscal year ended December 2022, in addition to the Headquarters Corporate Division risk assessment, risk priority levels will be considered in business units and affiliated companies as well. General Managers will select key risks, taking into account the process of confirming appropriateness from a business management perspective.

### Risk Assessments and Risk Management Methods

#### (1) Target risks

- Cross-group risks (including compliance risks)

#### (2) Selection process for key risks

The following process is used by the Risk Management and Compliance Committee to select key risks.

- For the above cross-group risks, the high-value risks calculated using the "probability of occurrence" and "impact when it occurs" horizons are considered the "inherent risks".
- In addition, the "effectiveness of control activities" is evaluated, and risks with low "effectiveness of control activities" with respect to "inherent risks" are selected as key risks.

#### (3) Management method

|   |  |
|---|--|
| Key risks   | The lead department or subcommittee sets the Key Performance Indicators and action items, and the Risk Management and Compliance Committee checks the progress status. |
| Low "effectiveness of control activities" with respect to "inherent risks"  | (Business risks are spearheaded by the business organization, which checks via business reviews, etc.)   |
| High "effectiveness of control activities" with respect to "inherent risks" | Subject to monitoring, and the Risk Management and Compliance Committee confirms the status of maintenance and operation by the lead department or subcommittee.       |
| Cross-group risks other than "inherent risks"                               | Managed by the business organization and lead department, and reported at the Monthly Business Review (MBR)  |

The following items are also positioned as content for corporate ethics and compliance that officers and employees of the Nissha Group should follow.

- Fair business practices (violation of antitrust laws, violation of unfair competition laws, threats and coercion against anti-social forces and companies, bribery and collusion with business partners, insider trading, circular transactions, etc.)
- Labor and human rights (harassment (e.g. sexual harassment, power harassment), health and mental health management, health and safety, etc.)

- Enhancement of human capital (ensuring management human resources and global human resources, mismatch between business portfolio and human resources portfolio, etc.)
- Ensuring quality and safety of products/services (use of banned substances, quality falsification, recalls and serious complaints, etc.)
- Ensuring quality and safety of medical products/services (use of banned substances, violation of the Pharmaceuticals and Medical Devices Act)
- Intellectual property rights (patent infringement, information contamination, etc.)
- Supply chain management (supplier management (labor and human rights, health and safety, environment, information security, compliance), child labor and forced labor, etc.)
- Environmental protection (climate change response, waste management, chemical substances management, water pollution, etc.)
- Trade management (trade management (e.g. violation of foreign exchange and customs laws))
- Information systems (theft and leakage of confidential and personal information, information leaks via SNS, malware infection, etc.)
- Asset management (misappropriation of company property (money), theft or loss of company assets)
- Business continuance (natural disasters (earthquakes, typhoons, floods, etc.), fire and accidents)
- Business strategies (changes in competitive/market environments)
- Business development (development delays, interrup-

tion in technology)

15. Production activities (design defects, release of defective products)

16. Finance (failure of capital planning, exchange rate fluctuations)

\*Items in parenthesis are examples of risks.

As a result of the risk assessment, the Nissha Group in Japan has chosen as key risks fair business practices, labor and human rights, product and service quality and safety, medical product and service quality and safety, supply chain management, information systems, and business continuity. The Nissha Group overseas has selected labor and human rights, financial affairs, fair business practices, information systems, business continuity, and supply chain management.

## 28-5 Promotion of Corporate Ethics and Compliance

The Risk Management and Compliance Committee promotes corporate ethics and compliance activities throughout the entire Nissha Group. All Nissha Group bases in Japan and overseas appoint managers and group leaders in charge of promoting corporate ethics and compliance.

### Promotion Structure

The managers and group leaders in charge of promoting corporate ethics and compliance not only implement initiatives to improve the awareness of corporate ethics and compliance in their respective divisions but also implement corporate ethics and compliance on a day-to-day basis through organizational management, serve as handy consultants for their workplace, and, should an incident arise, work with Corporate Legal Affairs to deal with it.

### Awareness-raising activities

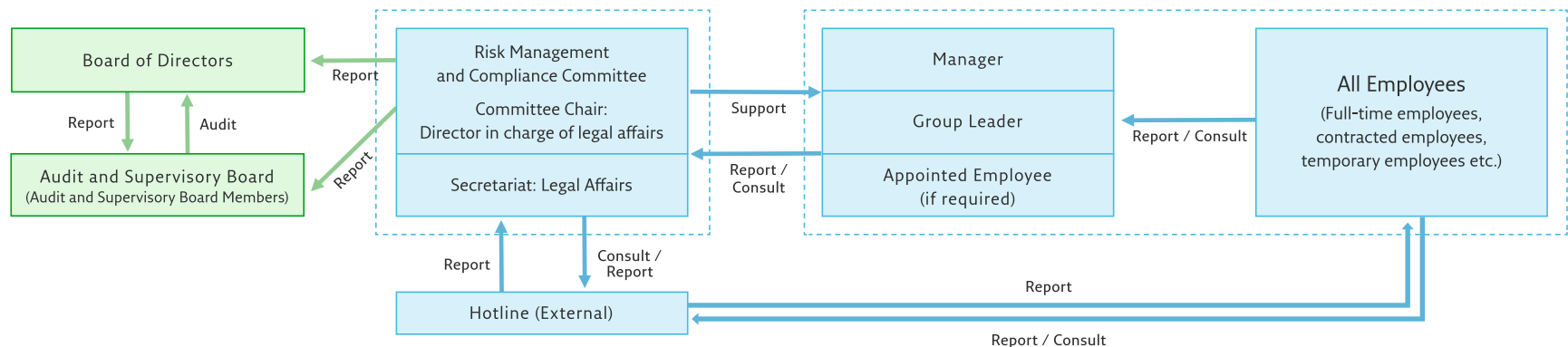
Corporate Legal Affairs also holds training sessions, etc., as a way to further boost awareness among these promotion managers and group leaders. In the fiscal year ended December 2022, we held training sessions aimed at Nissha Group in Japan promotion managers and group leaders for internal reporting systems coinciding with the enacting of the amended Whistleblower Protection Act.

And overseas, our EU, China, and North American bases are identifying and reducing risks according to regional characteristics. In the fiscal year ended December 2022, in order to eliminate bribery and collusion with business partners, we took actions including reviewing internal regulations and obtaining written pledges, etc. from suppliers at our EU bases and China bases.

### Company-wide Simultaneous Training, etc.

The Group designates every October and November as Corporate Ethics and Compliance Months, and provides groupwide training at all bases in Japan and overseas. This simultaneous training is provided not just for full-time, contract, and temporary employees

### Corporate Ethics and Compliance Structure



ees, but for managers of subcontractors and even part-timers.

In the fiscal year ended December 2022, training themes at domestic bases covered corruption concerns corresponding to the key risks selected as a result of risk assessment, including appropriate information handling, harassment, and expense mismanagement. In our Western and Asian bases as well, we introduce examples the Nissha Group deems important and hold training corresponding to the laws and customs related to each differing business operation content at all domestic and overseas bases.

Questionnaires are sent out after each company-wide simultaneous training session to collect a wide range of information and opinions from all employees about concerns and actions that need to be improved in the workplace from the perspective of corporate ethics and compliance. Examples and results of improvements based on this information are reported to the Risk Management and Compliance Committee, along with reports on training implementation.

■ Officer Training, etc.

At the Nissha Group, in addition to company-wide simultaneous training, we also hold compliance training designed for officers.

In April 2023, we invited outside lecturer (lawyer) to provide training related to information handling (including insider trading regulations). Additionally, as the establishment of the Act on Securing Quality, Efficacy and Safety of Products Including Pharmaceuticals and Medical Devices legal compliance system (revised law effective as of August 1, 2021), we are providing continual response to required matters with efforts including "Education for Officers and Employees". In April 2023, with the cooperation of the Kyoto Prefectural Government (visiting lecturers and specialist staff), a training course on "Education for Management Level" was conducted by specialist staff of the Pharmaceutical

Affairs Section.

Concerning compliance with the Pharmaceutical and Medical Device Act, in order to achieve further promotion of the high-priority Nissha Group medical devices field, we have maintained a Medical Healthcare Consultation Desk since the fiscal year ended December 2021 in addition to providing the above training efforts, etc.

28-6 Hotline

The Nissha Group in Japan has in place an Internal Reporting Code and a hotline based on the Whistleblower Protection Act for the purposes of quickly identifying the facts about illegal, unfair, or unethical conduct by an organization or individual, minimizing the risk of a crisis, promoting ethical and legal compliance, and ultimately enhancing our corporate value.

We are working to disseminate information about the hotline through the Corporate Ethics and Code of Conduct distributed to all employees, the Labor and Human Rights Handbook, the Nissha Group intranet, in-house training, and awareness posters. All employees working for the Group in Japan and overseas can use this service, and in the fiscal year ended December 2019, we expanded the scope of users by establishing a contact point for some of our domestic suppliers. This contact point is an outside attorney, an independent and impartial third party.

The Internal Reporting Code contains the following.

- The whistleblower shall not be subjected to any disadvantageous treatment by the Company or other employees due to their report.
- Anonymous reporting is also possible.

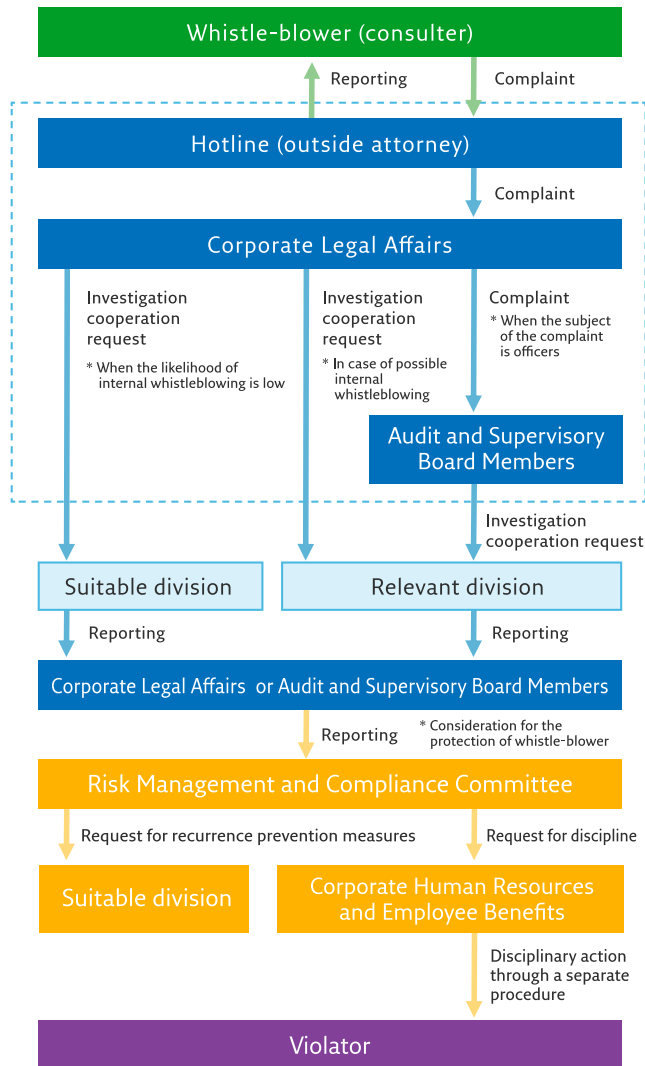
All complaints received are relayed from the hotline (an outside attorney) to the Corporate Legal Affairs. The Corporate Legal Affairs liaises with the relevant departments after consulting with the outside attorney about the best way to investigate and confirm the issue. Said investigation and confirmation are then carried out with consideration for the protection of the whistleblower. The content is reported to the Risk Management and Compliance Committee, where it is discussed as necessary, after which, measures are taken according to the results of the investigation and discussion.

The number and main content of consultations received during the fiscal year ended December 2022 are shown below.

- Hotline (for employees): 4 cases (Of these, three cases were related to harassment. In all cases, corrective actions were completed through cautionary guidance and workplace environment improvement. An overview summary was disseminated via the Nissha intranet, awareness was raised for everyone instead of just for the perpetrators, and measures were taken to prevent recurrence.)
- Supplier hotline: 0 cases

For overseas locations as well, in addition to already ongoing efforts such as installing and operating report acceptance services for some group companies in China and the Southeast Asian region, we also plan to commence the operation of report acceptance services in some North American and European bases starting in the fiscal year ending December 2023.

Hotline Organizational Chart



## 28-7 Dealing with Antisocial Forces

In accordance with our basic policy for dealing with antisocial forces and our regulations for dealing with antisocial forces, etc., Nissha has established that it will have no dealings whatsoever with antisocial forces. In principle, we confirm in advance through the prescribed procedures that our existing and new business partners are not members of antisocial forces. This has cut off all possibilities of involvement in money laundering by antisocial forces.

# 29. Information Security

## 29-1 Policy and Principles

The Nissha Group has created, and continues to operate, an Information Security Management System (ISMS) based in the ISO27001 that is applied to all group companies, and that reflects our Information Security Policy and our principles outlining specific conduct and regulations known as the Information Security Principles. We prevent threats to the important information received from our customers and suppliers and important information managed under tight control within the company, particularly highly confidential information assets such as new product information, advanced technological information, and personal information.

### Information Security Policy

Nissha Group constructs a reliable and safe information security management system (ISMS) based on an understanding of the importance of information security in business activities and continually improve this in order to continue to be a company that provides economic and social value to our stakeholders.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd.

### Information Security Principles

1. We shall continually improve our information security management system by establishing, implementing, and reviewing the information security objectives so that the confidentiality, integrity, and availability of information assets can be maintained and improved.
2. We shall comply with laws, regulations, and contract stipulations related to information security.
3. We shall establish criteria for rationally evaluating risks related to information security and methods for risk assessment, and work to maintain and improve information security.
4. We shall work to prevent the occurrence of incidents or accidents related to information security, and, if an accident does occur, shall respond promptly and work to both minimize damage and prevent recurrence.
5. Nissha People shall understand the Information Security Policy and Basic Principles, and always act with an awareness of information security.

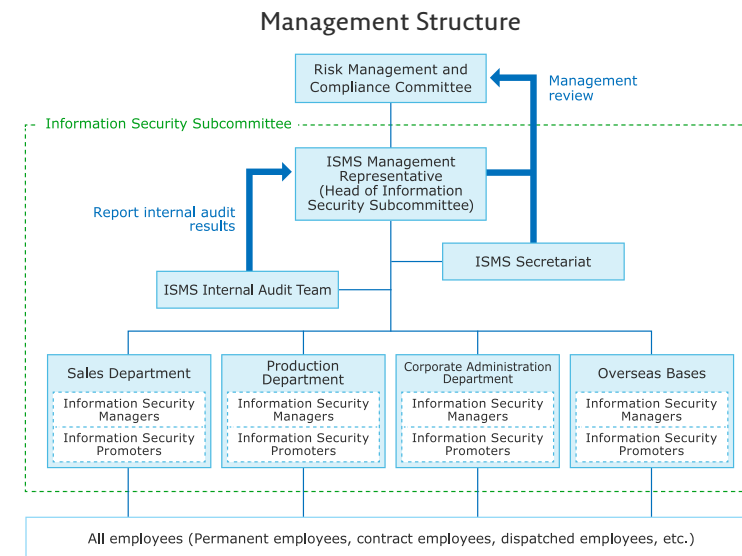
Yoshitami Aoyama  
Senior Vice President, Chief Information Officer  
Nissha Co., Ltd.  
Established on July 1, 2013 / Revised on May 1, 2022

## 29-2 Management Structure

As an organization to promote information security within the Nissha Group, the Information Security Subcommittee was established under the Risk Management and Compliance Committee, and works on maintaining and improving the ISMS.

Under the CIO (Chief Information Officer), the head of the Information Security Subcommittee is the ISMS management representative, and the ISMS secretariat has been established in the IT department to oversee all IT environments in the Group. The ISMS covers all bases within the entire Nissha Group, including overseas affiliates. For each affiliated company and department, an information security manager and an information security promoter are appointed, and ensures the system operates in each workplace. In addition, the ISMS secretariat plays a central role in conducting reviews for top management, internal audits of the ISMS, and regular ISO27001 audits by external examiners to provide opportunities for improvement.

\* ISMS=Information security management system



|          |               |                                |               |
|----------|---------------|--------------------------------|---------------|
| Domestic | 264 employees | Information Security Managers  | 83 employees  |
|          |               | Information Security Promoters | 181 employees |
| Overseas | 51 employees  | Information Security Managers  | 17 employees  |
|          |               | Information Security Promoters | 34 employees  |

### 29-3 Deployment of the Management System

The Nissha Group operates the ISMS at all its bases, both in Japan and overseas.

In Japan, we have obtained ISO27001 certification, the international standard for ISMS. Overseas, we have been rolling out ISMS as a unified standard globally, including for corporations that have newly joined our Group as a result of M&A and so on. This rollout was completed in the fiscal year ended December 2019. At present, in addition to an annual ISMS internal audit, we are working to maintain and improve ISMS operations through the PDCA cycle.



### 29-4 Efforts for Risk Reduction

The Nissha Group maintains an Information System (confidential information, personal information, information security) as one risk area managed under the Risk Management and Compliance Committee. In the fiscal year ended December 2020, we worked on appropriate management of trade secrets and operation. In the fiscal year ended December 2021, we permeated this operation, performed internal auditing of the implementation status, and promoted expansion abroad. In the fiscal year ended December 2022, we launched an initiative to appoint internal auditors from among locally hired employees to strengthen the effectiveness of internal audits overseas and to improve education and awareness. Information assets are important information that differentiates us from our competitors and increases our competitiveness, so it is essential to reduce risks such as information leaks. Through ISMS internal audits, we advance the permeation of control methods corresponding to the level of importance, and particularly implement thorough and strict control concerning trade secrets.

In addition, with the rapid progress of IT and the diversification and spread of devices, we are working on measures to reduce the risk of our corporate image and brand being affected or information leaks through social media postings. We are also working on information security measures for personal information devices as used for BYOD (Bring Your Own Device), in addition to company-supplied computers and terminals.

### 29-5 Training

Cyber attacks are becoming increasingly sophisticated day by day, so merely strengthening systems will not prevent all of them. To prevent damage, it is essential for each and every employee to be fully aware of information security and act with discipline so that they can learn about threats and methods, and recognize issues as soon as possible.

The Group holds training sessions for all employees, using e-Learning, based on training materials that reflect our internal information security policies determined in-company. The fiscal year ended December 2022 training attendance rate was 98.9%. To further increase conduct and awareness level in the workplace, we will also focus on education for security managers at each workplace moving forward.

# 30. Trade Management

## 30-1 Policy and Principles

The Nissha Group's ratio of overseas sales is 88.3% in the fiscal year ended December 2022. As the Group's businesses expand globally, disciplined trade management is an essential issue from the perspective of business continuity.

Targeting all group companies, we maintain "Trade Management Policy" and "Trade Management Principles" outlining specific conduct, compulsory conduct, and regulations. As an Authorized Economic Operator (AEO), we also establish necessary rules and regulations, and maintain a structure toward continuous improvement of trade management in order to respond to various internal and external changes in the environment.

### Trade Management Policy

Nissha Group fulfills its responsibilities as a company to its stakeholders by developing a trade management system and complying with laws and regulations related to trade management, such as security export control.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd.

### Trade Management Principles

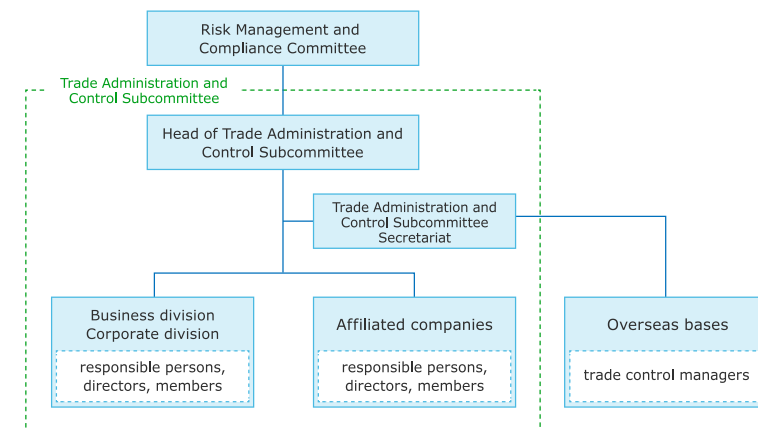
1. We comply with laws and regulations related to trade management in each country and region.
2. We shall appoint a person responsible for trade management in our bases, and in addition to developing the trade management system, this system shall be maintained and improved.
3. We shall cooperate with public agencies and logistics partners in each country to establish a sound trade management system.
4. Nissha People will undergo any training required for trade management, and each person shall carry out their work appropriately.

Yoshitami Aoyama  
Senior Vice President, Chief Supply Chain Officer  
Nissha Co., Ltd.  
Established on October 1, 2016 / Revised on May 1, 2022

## 30-2 Structure

Nissha Group trade management is now consolidated in the Trade Management Subcommittee under the Risk Management and Compliance Committee. Across the entire Nissha Group, including overseas affiliates, we select trade management supervisors and engage in trade management based on the Trade Management Policy, Trade Management Principles, and Trade Management Basic Regulations.

At Nissha Group in Japan, we place Trade Management Subcommittee members (responsible persons, directors, and members) in business divisions, corporate management departments, and affiliated companies to create a management system. At the same time, since overseas Nissha Group companies have different laws, regulations, and business practices in each country or region, we assign a trade control manager to each base to manage.



At Nissha Group in Japan, a range of operational regulations and rules for trade-related operations required of AEO businesses have been established, while each department is preparing work standards and manuals to ensure export and import operations are carried out appropriately. At Nissha Group bases overseas, we are working on disseminating the Trade Management Policy, Trade Management Principles, and Trade Management Basic Regulations as well as preparing management documents.

## 30-3 AEO Approval

Nissha Co., Ltd. obtained approval as an AEO Exporter in June 2014, and as an AEO Importer in June 2015. Their second post-audits were conducted in October 2019, and we maintain all approvals. As of December 28, 2022, 59 companies in Japan are approved as both AEO Importer and AEO Exporter. Being one of these companies with dual approval, we have in place a system for safe and smooth international logistics.

Nissha Precision Technologies Malaysia Sdn. Bhd., based in Malaysia, obtained approval as both an AEO Exporter and an AEO Importer in October 2014. Their post-audits were conducted in May 2022, and we maintain both approvals.

### AEO Approval Form



### Authorized Economic Operator (AEO) Program

The AEO program is designed to secure and facilitate global trade and to strengthen a country's international competitiveness by providing benefits such as reduced or simplified customs controls to operators with cargo security management and compliance structures. The September 11, 2001, terrorist attacks on the United States raised awareness of the necessity of an international framework for reinforcing anti-terrorism measures by ensuring both security and efficiency in the international movement of goods. In 2006, the World Customs Organization (WCO) adopted a set of AEO guidelines as a global standard and the basis on which countries enact laws and operate their respective AEO programs. Japan launched its AEO program in 2006, starting with exporters and expanding gradually into the current form.

## 30-4 Initiatives for FY2022

In the fiscal year ended December 2022, following on from the previous fiscal year, we engaged in the following two items aiming to implement proper and lawful operations during importing and exporting.

- Aim 1: Zero incidents of illegal/unlawful declarations. In the fiscal year ended December 2022, there were 12 incidents. In workplaces where two-thirds of these incidents occurred, the division manager issued a declaration of elimination and focused on improvement activities, resulting in a decrease in the number of subsequent incidents.

- Aim 2: Zero omitted declaration of charge factors. By regularly operating that the internal post-checking system established to prevent occurrence is working correctly in cooperation with related departments, no incidents occurred in the fiscal year ended December 2022, as in the previous fiscal year.

## 30-5 Training

Starting in the fiscal year ended December 2020, we provide theme-based education oriented towards employees involved in actual importing and exporting. In the fiscal year ended December 2022, we carried out training for 122 employees actually involved in trade operations in Japan, regardless of their department.

### Themes

- Security trade controls
- Determining relevance and screening transactions
- Incoterms and HS codes
- Internal import/export steps

# 31. Anti-corruption

## 31-1 Guidelines

For the bribery, collusion with business partners issue that is one of the key risks managed by the Risk Management and Compliance Committee, the Nissha Group has formulated the Nissha Group Anti-Corruption Guidelines, and made our bases in Japan and overseas aware of the content.

### Nissha Group Anti-Corruption Guidelines

The Nissha Group makes clear that all officers and employees are prohibited from presenting customers, suppliers, and government officials, either directly or indirectly, with gifts or entertainment that may constitute corrupt practice, and observes Japan's Unfair Competition Prevention Act, the United States' Foreign Corrupt Practices Act, the United Kingdom's Bribery Act, and the regulations of other countries and regions regarding anti-corruption.

1. We neither present to nor accept from customers, suppliers, and government officials offers of unfair advantage.
2. We neither present to nor accept from customers, suppliers, and government officials offers with gifts or entertainment that exceed the limit permitted by internal standards, laws, and regulations.
3. We strive to understand the circumstances of the Nissha Group overall, and periodically review our initiatives.
4. We respond with sincerity to requests from our customers for cooperation in investigations, by providing necessary information.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd.

Established on April 1, 2017 / Revised on January 1, 2018

## 31-2 Efforts to Ensure Awareness and Internal Audits

Training is provided for all operations of the Group to ensure compliance with the relevant laws, regulations, and customs. In the fiscal year ended December 2022, we addressed improper use of expenses as one of the case study issues in the company-wide simultaneous training on corporate ethics and compliance, and also reviewed the expense accounting flow in the domestic group. Moreover, in the fiscal year ended December 2022, at our EU and China bases, we reviewed existing systems and took actions such as obtaining written pledges from suppliers. Because bribery is an entrenched practice in some countries and regions, we conduct internal audits on a regular basis.

The Group has not identified any cases of corruption in the fiscal year ended December 2022.

# 32. Business Continuity

## 32-1 Policy and Principles

We at the Nissha Group establish the Business Continuity Plans Policy, which the Business Continuity Management (BCM) Subcommittee of the Risk Management and Compliance Committee plays a central role in promoting in preparing for and responding to emergencies such as a natural disaster or pandemic.

### Business Continuity Plans Policy

Nissha Group formulates business continuity plans to minimize damage and work towards prompt business recovery, while ensuring the safety of human life first, in the event of a major natural disaster, fire, power cut, epidemic, or other major event that interrupts business. In addition, we carry out regular revisions and drills to ensure the effectiveness of these plans, and promote business continuance management.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd.

### Business Continuity Plans Principles

1. In the event of a major interruption of our business, we shall ensure the safety of human life as our top priority while preventing secondary disasters.
2. We shall define buildings, equipment, information systems, human resources, and suppliers as key management resources/ stakeholders, and formulate business continuity plans. In addition, we shall consider changes in the business environment and regularly revise these plans.
3. We shall clarify which businesses are to be prioritized for continuance/ recovery, and achieve this recovery within the target timeframe.
4. We shall regularly conduct training and drills related to business continuance, and work to improve our organizational capacity to respond to risks.
5. We shall contribute to society through working with local communities to support recovery and rebuilding.
6. We shall comply with laws, policies in Japan and overseas, and other norms with regards to business continuance.

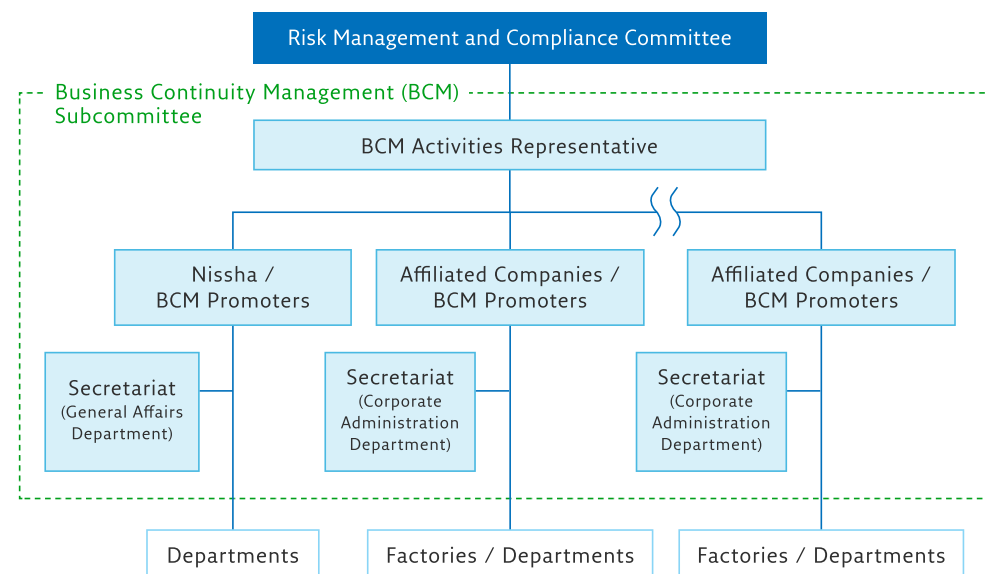
Daisuke Inoue  
Director of the Board, Senior Executive Vice President, General Affairs  
Nissha Co., Ltd.

Established on September 28, 2006 / Revised on May 1, 2022

## 32-2 Structure

The BCM Subcommittee has been set up under the Risk Management and Compliance Committee as a system for operating BCM in the Nissha Group.

The person responsible for BCM activities is the President. Our secretarial office holds BCM Subcommittee meetings on a regular basis. These are used to confirm initiatives and the status of improvement of BCM measures for the Nissha Group overall, training persons in charge, and planning and carrying out BCM drills.



## 32-3 Initiatives

Nissha Group in Japan has in place a set of Emergency Response Regulations that defines “emergency” and stipulates the action and structure required between initial response to a disaster and the early stages of business recovery. In the event of a serious interruption of business due to emergency over a certain level, such as a natural disaster or pandemic, we set up a response task force headed by the President. In addition to habitually stockpiling supplies at major bases in Japan in preparation for emergencies, we also distribute “survival cards” listing information about what to do when an earthquake strikes, educate employees using an e-Learning, and conduct emergency training to promote thorough awareness about the general rules for action and response in an emergency. We also stockpile supplies at major bases in Japan, distribute “survival cards” listing information about what to do when an earthquake strikes, educate employees using an e-learning system, and conduct emergency training to promote thorough awareness about the general rules for action and response in an emergency.

Our Basic Plan for Business Continuity Management (BCM) stipulates in detail the steps to be taken in order to promote early recovery of key business locations. In efforts to verify the effectiveness of these steps, we organize business continuity planning (BCP) exercises on a regular basis for employees including the management. We respond quickly to changes in management environment and reorganization, such as managing the latest editions of relevant documents.

### Operation of a safety confirmation system

We have introduced a system under which employees register their safety information so that we can smoothly and quickly confirm their safety status in the event of a major natural disaster such as an earthquake or typhoon, a pandemic or other emergency. As part of our safety confirmation drill during our biannual disaster drills, we send an e-mail to all employees simultaneously, and managers confirm the safety of the members of the company based on employees’ responses to the e-mail.

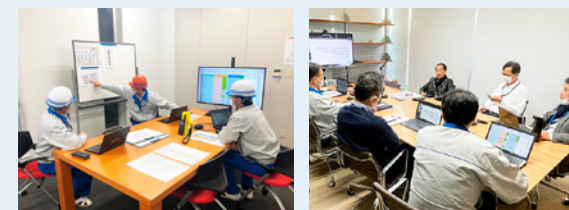


### Implementation of management BCP training

We hold BCP (Business Continuity Plan) drills annually in accordance with the BCP Subcommittee Action Plan. These drills are simulations to check that BCP functions adequately in the event of an incident such as an earthquake. The BCP drill in the fiscal year ended December 2022 targeted management level and was based on a fire breaking out at the Nissha Group’s Nitec Industries, Inc. (NII) Koka factory at night.

To make it more realistic, the drill was held at night, online, without informing the participants in advance of the date and time. The drill began with the establishment of a head office task force headed by the President and CEO and a base task force at NII Koka. Employees from business divisions and strategic and administrative divisions actively commented on their respective areas of responsibility to ensure employee safety and minimize business risks. The drill was a meaningful exercise that highlighted issues such as the need to be prepared for emergencies and to secure substitutes.

We consider the construction and operation of BCP/BCM important for improving the company’s competitiveness and also leading to improved corporate value, and we plan to continue to conduct various simulation-based drills each year.



## Risk Surveys

The Nissha Group carries out annual risk surveys at affiliated companies in Japan and overseas. These surveys draw on the expertise of specialists in risk consulting. For the fiscal year ended December 2022, the surveys covered Kameoka Factory.

The risk of fire or explosion was assessed in terms of fire management, building and motive power, use and processes, fire-fighting equipment, and fire hazards, while for natural hazards, disaster prevention measures for lightning, earthquakes, flooding and so on were also confirmed.

While the results were good overall, some areas requiring improvement were noted, and we are increasing the disaster prevention level by quickly dealing with these in detail.



Kameoka Factory

# 33. Tax Principle

Nissha Group will compliance with tax laws and regulations in each country and each region based on Tax Principle, in order to fulfill our corporate social responsibilities (CSR).

## Tax Principle

### Basic Principle

Nissha Group will strive to minimize tax risks, enhance our corporate value by complying with tax laws and regulations in each country and each region.

Nissha Group will pay close attention to the trends in the international tax framework such as Base Erosion Profit Shifting (BEPS) project and make properly responses to such changes as a global company.

### 1. Nissha Group's approach to tax planning

Nissha Group will enter into transactions with a business purpose and a business activity and in case we approach to tax planning, we will implement it properly and efficiently in compliance with tax laws and regulations.

Our group will consider taxes as an essential factor in our business planning and make use of available tax incentives within the scope of normal business activities. However, we will not engage in transactions for the primary purpose of tax avoidance and transactions without any actual business activities.

### 2. The level of risk to taxation that Nissha Group is prepared to accept

Nissha Group's Tax Principle is to minimize tax risks wherever possible when undertaking tax matters. We will work to identify, evaluate, and manage tax risks in each country and region to reduce such risks, and where there is significant uncertainty or complexity in relation to tax risks, we will ask for advice from third parties.

### 3. The approach of Nissha Group towards its dealings with Tax authorities in each country and region

Nissha Group believe that we can build and maintain good relationship with tax authorities in each country and region corresponding with them and disclosing necessary information in a sincere and appropriate manner.

Therefore, We will strive to provide necessary information appropriately and cooperatively in response to requests from tax authorities in each country and region while issuing tax returns properly and paying appropriate amount of tax according to tax laws and regulations in each country and region.

If tax authorities inform us of tax adjustments, we will immediately take appropriate measures to prevent similar issues happen unless we file a petition of objection against their action or interpretation.

### 4. The approach of Nissha Group to risk management and governance arrangements in relation to taxation in each country and region

Nissha Group's tax policy is reviewed and controlled by our group's Chief Financial Officer who is responsible for our group's tax strategy and policies, and the status is reported to Board of Directors on an on-going basis through our group's Chief Financial Officer.

Where there is significant uncertainty or complexity in relation to application or interpretation of tax laws, we will take appropriate measures after seeking external advices.

Hitoshi Koya  
Senior Vice President, Chief Financial Officer  
Nissha Co., Ltd.

Established on December 25, 2017  
Revised on May 1, 2022

# 34. Responsible Mineral Procurement

## 34-1 Policy

Nissha's policy on conflict minerals is outlined in our Basic Approach to Responsible Mineral Procurement. We clearly state our belief that Nissha Group products do not use materials made from conflict minerals, which are used to finance armed groups involved in human rights abuses such as looting, assault, and forced labor, and we follow the OECD's conflict minerals due diligence guidance.

### Basic Approach to Responsible Mineral Procurement

The Nissha Group is deeply concerned that a portion of the conflict minerals extracted by the Democratic Republic of the Congo and its neighboring countries are being used as a source of funding for militia that through acts of looting, violence and forced labor are infringing on fundamental human rights.

In April 2012, Nissha became a signatory to the "Global Compact" as advocated by the United Nations. We at Nissha Group have fully embraced the Ten Principles stated in the Global Compact as a cornerstone of our Corporate Mission. Based upon our recognition of the importance of these principles and aiming for co-existence with our stakeholders, we are committed to non-use of these conflict minerals, as raw materials in our products as they result in an infringement of basic human rights. Accordingly where our company becomes aware of the use of any conflict minerals, we will immediately implement all measures required regarding that use.

1. Nissha Group is presently implementing ongoing control systems for conflict minerals which we maintain continuously.
2. Nissha Group will promptly provide to its customers conflict minerals information including its smelters, etc.
3. Nissha Group in respect of this issue will publish the relevant information in its sustainability reports.

We will continue to make sincere efforts for the responsible procurement of related minerals in order to fulfill our corporate social responsibilities.

Junya Suzuki  
Chairman of the Board, President and CEO  
Nissha Co., Ltd.

Established on March 12, 2014 / Revised on January 1, 2018

## 34-2 Initiatives

### 34-2-1 3TG Usage Status

The 3TG (tin, tantalum, tungsten, and gold) used in Nissha Group's products are shown in the table below.

| Segment              | Applicable product group   | 3TG in use                        |
|----------------------|--|-----------------------------------|
| Industrial Materials | Only a small portion of Decoration (Mobility) and Decoration (Home appliances and others)  | Tin                               |
| Devices              | For Tablet devices, Smartphones, Portable game players, Industrial equipment (logistics related), Mobility, Gas sensors and others | Tin, tantalum, tungsten, and gold |
| Medical Technologies | Only a small portion of Medical devices (CDMO)   | Tin, tungsten, and gold           |

\* The names of the segments and product lineups are in line with "25. Net sales (2) Disaggregation of revenue" in our Annual Securities Report From January 1, 2022 to December 31, 2022. Net sales of products containing conflict minerals accounted for approximately 40% of total net sales in the fiscal year ended December 2022.

### 34-2-2 Survey Requests to Suppliers

The Nissha Group, mainly through its related business units, requests suppliers to conduct a survey of 3TG used mainly in materials for mass-produced products using the latest CMRT (Conflict Minerals Reporting Template), generally once a year. Then, based on the CMRTs submitted by suppliers, we prepare our CMRTs and submit them to our customers.

We review the content of CMRTs submitted by suppliers, and if a refinery, etc. is no longer in business or has changed its name, we ask suppliers to resurvey.

Concerning the survey for the fiscal year ended December 2022, in addition to handling refineries

that were removed from the Responsible Minerals Assurance Process (RMAP) compliance list due to the impact of sanctions imposed by the U.S. government and others on Russia and refineries our customers requested not to be used, we encouraged our suppliers to procure their 3TG from Con-formant Smelters & Refiners. Regarding gold in particular, we ask our suppliers to shift their procure-ment sources to refineries listed on the LBMA Good Delivery List or RJC COP or COC certified sources, or to refineries listed on the Conformant to RMAP Gold Standard. We intend to continue these kinds of efforts in the future.

### 34-2-3 Developing and Implementing Strategies to Address Identified Risks

In some cases, we may ask suppliers to utilize the RMAP audit program if non-certified refineries are included in the refinery information they have submitted in the CMRT. Additionally, concerning 3TG, if it becomes clear that a relationship exists with a refinery upstream in the supply chain that is involved in armed forces or human rights abuses, we will consider taking strict measures in line with our customer’s requests. However, there were no such cases in the fiscal year ended December 2022.

### 34-2-4 3TG Survey Results

The CMRT provided by the Responsible Minerals Initiative (RMI) is designed so that the scope of declaration during responding can be selected from (1) company level, (2) product level, and (3) user-defined level. However, we ask suppliers to respond at the product level in order to ensure that the smelters of minerals used in the parts and materials for Nissha Group products can be definitively identified. We believe that this type of surveying will enable us to identify targets for risk reduction, such as non-certified smelters and refineries, and will lead to effective due diligence.

In our 3TG survey for the fiscal year ended December 2022, we received responses from 100% of our suppliers for almost all product lineups. As a result of analyzing the responses from suppliers, in cases that included smelters that were not accredited by RMI, we took steps to reduce risk by chang-ing suppliers and asking suppliers to utilize the RMAP audit program.

|   | FY2022 |          |          |      |                           |
|---|--------|----------|----------|------|---------------------------|
|   | Tin    | Tantalum | Tungsten | Gold | Total (cumulative number) |
| Total number of smelters and refineries   | 64     | 33       | 36       | 91   | 224                       |
| Of which, total number of smelters and refineries with conformant certification | 55     | 33       | 34       | 87   | 209                       |

\* The table above covers almost all product lineups that use 3TG.

Recently, we are receiving surveys with Extended Mineral Reporting Template (EMRT) from our cus-tomers concerning minerals other than the 3TG such as cobalt.

In light of this situation, we are considering incorporating environmental perspectives in addition to human rights violations in our current policies, Basic Approach to Responsible Mineral Procurement.

# 35. Management System and Other Certification Acquisitions

The Nissha Group's management system and other certification status are as follows. (as of June 2023)

## ■ Quality

| Subject Areas  | ISO9001 Quality |
|--|-----------------|
| Nissha Co., Ltd.                                       | ○ *1            |
| Nitec Precision and Technologies, Inc.                 | ○ *2            |
| Nitec Industries, Inc.                                 | ○               |
| Nissha Printing Communications, Inc.                   | ○               |
| Nissha F8, Inc.  | ○ *3            |
| Nissha Business Service, Inc.                          | ○               |
| Nissha FIS, Inc.                                       | ○               |
| Nissha Metallizing Solutions N.V.                      | ○               |
| Nissha Metallizing Solutions S.r.l.                    | ○               |
| Nissha Metallizing Solutions GmbH                      | ○               |
| Nissha Metallizing Solutions Ltd.                      | ○               |
| Nissha Metallizing Solutions Produtos Metalizados Ltda | ○               |
| Nissha Schuster Kunststofftechnik                      | ○               |
| Nissha Back Stickers                                   | ○               |
| Nissha Back Stickers International                     | ○               |
| Nissha SB Poland Sp.zo.o.                              | ○               |
| Nissha (Kunshan) Precision IMD Mold Co., Ltd.          | ○               |
| Guangzhou Nissha High Precision Plastics Co., Ltd.     | ○               |
| Nissha Precision Technologies Malaysia Sdn. Bhd.       | ○               |

\*1. Only obtained at sales, purchasing, design and development, production and logistics departments of Industrial Materials Business Unit, Devices Business Unit and RB Business and Product Development in Global Headquarters, Tokyo Division Headquarters and Kameoka Factory.

\*2. Not obtained at the Kaga Factory and Tsu (production base) in the manufacture for specific customers.

\*3. Obtained at the Kyoto studio.

## ■ Quality

| Subject Areas                                    | ISO13485 Medical devices |
|--|--------------------------|
| Nissha Co., Ltd.                                 | ○ *4                     |
| Nitec Precision and Technologies, Inc.           | ○ *5                     |
| Graphic Controls Acquisition Corp.               | ○                        |
| Lead-Lok, Inc.                                   | ○                        |
| CEA Medical Manufacturing, Inc.                  | ○                        |
| Sequel Special Products, LLC                     | ○                        |
| Nissha Medical Technologies (Ohio), Inc.         | ○                        |
| Nissha Medical Technologies SAS                  | ○                        |
| Nissha Medical Technologies Ltd.                 | ○                        |
| CEA Global Dominicana, S.R.L.                    | ○                        |
| Nissha (Kunshan) Precision IMD Mold Co., Ltd.    | ○                        |
| Nissha Precision Technologies Malaysia Sdn. Bhd. | ○                        |

\*4. For departments related to BS Probe Holder EX and electrode products.

\*5. For departments related to BS Probe Holder EX products at Kyoto (production base).

## ■ Quality

| Subject Areas    | ISO22716 Cosmetics |
|------------------|--------------------|
| Nissha Co., Ltd. | ○ *6               |

\*6. Obtained for the production of microneedle patch for cosmetics in the PCBU Production department of the New Business Development Office at the Global Headquarters.

## ■ Quality

| Subject Areas                                      | IATF16949       |
|--|-----------------|
|  | Automotive      |
| Nissha Co., Ltd.                                   | ○ <sup>*7</sup> |
| Nitec Precision and Technologies, Inc.             | ○ <sup>*8</sup> |
| Nissha Eimo Technologies                           | ○               |
| Nissha PMX Technologies, S.A. de C.V.              | ○               |
| Nissha Schuster Kunststofftechnik                  | ○               |
| Nissha (Kunshan) Precision IMD Mold Co., Ltd.      | ○               |
| Guangzhou Nissha High Precision Plastics Co., Ltd. | ○               |
| Nissha Precision Technologies Malaysia Sdn. Bhd.   | ○               |

<sup>\*7</sup>. For the support departments related to the touch sensor module for automotive in Global Headquarters and Kameoka Factory.

<sup>\*8</sup>. Obtained at the Himeji Factory and Kyoto (production base).

## ■ Environment

| Subject Areas   | ISO14001        |
|---|-----------------|
|   | Environment     |
| Nissha Co., Ltd.<br>Global Headquarters                                 | ○ <sup>*9</sup> |
| Nitec Industries, Inc.<br>Headquarters / Koka Factory                   | ○               |
| Nitec Precision and Technologies, Inc.<br>Headquarters / Himeji Factory | ○               |
| Kaga Factory  | ○               |
| Tsu (production base)   | ○               |
| Kyoto (production base)   | ○               |
| Nissha FIS, Inc.  | ○               |
| Nissha Business Service, Inc.   | ○               |
| Nissha PMX Technologies, S.A. de C.V.                                   | ○               |
| Nissha Metallizing Solutions S.r.l.                                     | ○               |
| Nissha Metallizing Solutions GmbH                                       | ○               |
| Nissha Metallizing Solutions Produtos Metalizados Ltda                  | ○               |
| Nissha Medical Technologies SAS   | ○               |
| Nissha Schuster Kunststofftechnik                                       | ○               |
| Nissha Back Stickers  | ○               |
| Nissha (Kunshan) Precision IMD Mold Co., Ltd.                           | ○               |
| Guangzhou Nissha High Precision Plastics Co., Ltd.                      | ○               |
| Nissha Precision Technologies Malaysia Sdn. Bhd.                        | ○               |

<sup>\*9</sup>. Obtained at administration departments and design and product development departments.

## ■ Energy

| Subject Areas                       | ISO50001 |
|-------------------------------------|----------|
|                                     | Energy   |
| Nissha Metallizing Solutions S.r.l. | ○        |
| Nissha Metallizing Solutions GmbH   | ○        |
| Nissha Schuster Kunststofftechnik   | ○        |
| Nissha Back Stickers                | ○        |

## ■ Occupational health and safety

| Subject Areas  | ISO45001                       |
|--|--------------------------------|
|  | Occupational health and safety |
| Nissha Metallizing Solutions S.r.l.                    | ○                              |
| Nissha Metallizing Solutions Produtos Metalizados Ltda | ○                              |

## Information security

| Subject Areas                          | ISO27001             |
|--|----------------------|
|  | Information security |
| Nissha Co., Ltd.                       |                      |
| Global Headquarters                    | ○                    |
| Tokyo Division Headquarters            | ○                    |
| Nagoya Sales Office                    | ○                    |
| Kameoka Factory                        | ○                    |
| Nitec Industries, Inc.                 |                      |
| Headquarters / Koka Factory            | ○                    |
| Kameoka Factory                        | ○ <sup>*10</sup>     |
| Nitec Precision and Technologies, Inc. |                      |
| Headquarters / Himeji Factory          | ○                    |
| Kaga Factory                           | ○                    |
| Tsu (production base)                  | ○                    |
| Kyoto (production base)                | ○                    |
| Nissha FIS, Inc.                       | ○                    |
| Nissha Printing Communications, Inc.   |                      |
| Headquarters                           | ○                    |
| Osaka Sales Office                     | ○                    |
| Tokyo Sales Office                     | ○                    |
| Kameoka Factory                        | ○ <sup>*10</sup>     |
| Nissha F8, Inc.                        |                      |
| Tokyo Studio                           | ○                    |
| Kyoto Studio                           | ○                    |
| Nissha Business Service, Inc.          | ○                    |

<sup>\*10</sup> Certification is included in the Kameoka Factory of Nissha Co., Ltd.

## Others

| Subject Areas  | FSC COC          | PEFC | EN15593 | EC93/42/EEC |
|--|------------------|------|---------|-------------|
| Nissha Co., Ltd.                                       | ○ <sup>*11</sup> |      |         |             |
| Nissha Printing Communications, Inc.                   | ○                |      |         |             |
| Headquarters   |                  |      |         |             |
| Osaka Sales Office                                     | ○                |      |         |             |
| Tokyo Sales Office                                     | ○                |      |         |             |
| Kameoka Factory  | ○                |      |         |             |
| Nissha Metallizing Solutions N.V.                      | ○                |      |         |             |
| Nissha Metallizing Solutions S.r.l.                    | ○                | ○    |         |             |
| Nissha Metallizing Solutions GmbH                      | ○                | ○    | ○       |             |
| Nissha Metallizing Solutions Ltd.                      | ○                |      |         |             |
| Nissha Metallizing Solutions Produtos Metalizados Ltda | ○                |      |         |             |
| Graphic Controls Acquisition Corp.                     |                  |      |         | ○           |
| Nissha Medical Technologies SAS                        |                  |      |         | ○           |
| Nissha Medical Technologies Ltd.                       |                  |      |         | ○           |

<sup>\*11</sup> 1. For paper purchasing departments in Nissha Co., Ltd.